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Federal Tax I.D. #91-1560644

TULLY'S
[via email]

November 25, 2013
Invoice # 18919

In Reference To: CLIENT/MATTER NO. 1977-20121
ADVICE

TOTAL PROFESSIONAL FEES AND EXPENSES PER DETAIL BELOW **\$102179.06**

Professional services

Hours Amount

ADVERSARY PROCEEDINGS

10/4/2013	CMT	Prepare for argument, attend hearing and conference with J. Cullen re: purchase price adjustments (2.4); Conference with A. S. Willig and A. A. Shwab regarding complaint (.3); Conferences with G. E. Bush regarding same (.5).	3.20	1,216.00
	ASW	Conference with C. M. Tobin-Presser re Global Baristas adversary proceeding.	0.30	120.00
10/7/2013	CMT	Work on complaint for breach of contract.	1.90	722.00
10/8/2013	CMT	Work on complaint for breach of contract.	2.20	836.00
10/10/2013	CMT	Work on complaint.	2.60	988.00
	CMT	Work on summary judgment motion.	1.40	532.00
10/14/2013	CMT	Work on summary judgment motion and revisions to Complaint.	4.20	1,596.00

		<u>Hours</u>	<u>Amount</u>
10/14/2013	GEB Review and comment on adversary complaint re post-closing adjustments.	0.60	300.00
10/17/2013	CMT Work on price adjustment complaint.	0.50	190.00
10/22/2013	CMT Finalize complaint for filing.	0.50	190.00
10/24/2013	GEB Read new adversary complaint re TCAP and telephone calls with P. Lamb re same and review documents regarding TCAP.	2.60	1,300.00
10/28/2013	CMT Revise Complaint re: purchase price adjustments.	0.20	76.00
	GEB Read Amended Complaint re purchase price adjustments.	0.30	150.00
	GEB Telephone calls with P. Lamb regarding TCAPP Complaint.	0.50	250.00
10/29/2013	ASW Edits to summary judgment motion re postclosing adjustments.	0.60	240.00
	CMT Email correspondence with C. Campbell (.1); Finalize amended complaint (.2); Work on summary judgment motion (2.3).	2.60	988.00
	GEB Telephone calls with P. Lamb regarding TCAPP issues and telephone call from R. Powers re same (.2); Review Asset Purchase Agreement regarding TCAPP sub-license (.3).	0.50	250.00
10/30/2013	ASW Conference with C. M. Tobin-Presser re closing adjustment adversary proceeding issues.	0.20	80.00
	CMT Revisions to summary judgment motion (.8); Conference with A. S. Willig regarding same (.2); Email correspondence with G. E. Bush (.2).	1.20	456.00

		<u>Hours</u>	<u>Amount</u>
10/30/2013	AAS Review cure accounting for purchase price adjustment.	0.50	87.50
11/1/2013	CMT Revisions to summary judgment motion.	0.50	190.00
	GEB Conference with R. Powers regarding Superior Court suit.	0.50	250.00
SUBTOTAL:		[27.60	11,007.50]

CLAIMS ANALYSIS AND OBJECTIONS TO CLAIMS

9/26/2013	GEB Telephone call with counsel re documents and re employee termination claims (.4); Review documents regarding termination claims and office conference regarding termination policy and claims (.8).	1.20	600.00
	GEB Review impact of amended claim on distribution.	0.20	100.00
	GEB Read and comment on objection received from termination claimants.	0.40	200.00
9/27/2013	GEB Work on claims details regarding rejected contracts.	0.80	400.00
	GEB Telephone call from J. Cullen regarding IT search results and progress in obtaining documents from GB regarding Retail Severance Policy.	0.40	200.00
	GEB Conference with A. A. Shwab regarding employee termination claims and analysis of documents regarding termination and retention.	1.20	600.00
9/30/2013	AAS Work on claims objections (.4); prepare pleadings for approval of Pearson settlement (1.4); emails re WA DOR settlement (.6).	2.40	420.00
	GEB Review reply and read response from counsel for wage termination claimants and conference with C. M. Tobin-Presser.	0.90	450.00

		<u>Hours</u>	<u>Amount</u>
10/1/2013	CMT Email correspondence and telephone call with C. Campbell regarding Old Town lease rejection claim.	0.20	76.00
	CMT Work on Harbor Properties Objection and Old Town Objection and Post Montgomery objection.	3.30	1,254.00
	GEB Review motion and declaration regarding proposed compromise with S. Pearson and draft portions of declaration of S. Anderson in support of motion for approval of compromise (1.3); Telephone call from B. Leaverton and numerous conferences with A. A. Shwab regarding compromise motion and supporting declarations (1.6).	2.90	1,450.00
	GEB Telephone calls with S. Anderson.	0.60	300.00
	GEB Review DOR settlement.	0.30	150.00
	AAS Work on Pearson settlement and pleadings (4.0); Emails regarding Washington DOR claim (.1); Conference with G. E. Bush regarding claims of former employees (.2); Emails with C. Campbell regarding claims (.1).	4.80	840.00
10/2/2013	CMT Work on objections to Headquarters rejection claim and Embarcadero rejection claim.	1.80	684.00
	GEB Numerous telephone calls with B. Leaverton and conferences with A. A. Shwab regarding Pearson settlement and pleadings.	1.30	650.00
	GEB Telephone calls with S. Anderson.	0.60	300.00
	GEB Review materials regarding claim of Campbell.	0.50	250.00
	AAS Work on pleadings in support of Pearson settlement.	1.60	280.00
10/3/2013	CMT Email to R. Hyatt re Headquarters lease.	0.20	76.00

		<u>Hours</u>	<u>Amount</u>
10/3/2013	CMT Conference with A. S. Willig, G. E. Bush and A. A. Shwab regarding severance claim issues.	0.40	152.00
	CMT Conference with R. Hyatt re: headquarters lease rejection claim.	0.20	76.00
	ASW Conference with G. E. Bush, C. M. Tobin-Presser, A. A. Shwab re employee claims.	0.40	160.00
	GEB Review documents regarding employee claims and begin discovery list of documents.	1.80	900.00
	GEB Telephone call with J. Cullen regarding request for history of Retail Employee Termination Policy.	0.30	150.00
	GEB Office conference re termination claim documents.	0.40	200.00
	AAS Conference regarding former employee claims (.4); Review claims (.3).	0.70	122.50
10/7/2013	CMT Email correspondence with R. Hyatt re Headquarters lease.	0.20	76.00
	ASW Edit pleadings re new creditor bar date.	0.20	80.00
	ASW Conferences with A. A. Shwab re new creditor bar date.	0.20	80.00
10/8/2013	CMT Work on lease rejection claims.	2.50	950.00
	CMT Review severance claims info sent by G. E. Bush.	0.20	76.00
	ASW Emails with transferee of claims.	0.20	80.00
	AAS Work on objection to First Shattuck claim (4.2); Telephone call with O. Lee regarding Spinelli claim (.3); Work on claims analysis (.3).	4.80	840.00
10/9/2013	CMT Review documents from G. E. Bush.	0.10	38.00

		<u>Hours</u>	<u>Amount</u>
10/9/2013	CMT Telephone call to S. Rediger re: Harbor claim.	0.10	38.00
	CMT Work on lease rejection claims.	2.70	1,026.00
	ASW Telephone call and emails with King County re personal property taxes.	0.40	160.00
	ASW Review plan re tax payments.	0.20	80.00
	CMT Communications with R. Hyatt regarding Rayonier claim (.5); Communications with S. Rediger regarding Harbor claim (.4).	0.90	342.00
	CMT Finalize Post-Montgomery claim objection.	0.40	152.00
	AAS Work on objection to First Shattuck claim (5.0); Emails regarding severance policy records (.1); Emails regarding Pearson settlement (.1).	5.20	910.00
10/10/2013	ASW Emails with King County re tax claim itemization.	0.20	80.00
	ASW Telephone call with and emails with C. Campbell re King County tax claim.	0.20	80.00
	CMT Work on Headquarters lease rejection claim and Harbor lease rejection claim.	1.10	418.00
10/14/2013	ASW Conference with G. E. Bush re former employee claims objections.	0.20	80.00
	ASW Begin objection to certain claims of former employees.	0.70	280.00
	ASW Emails with claims agent and shares transfer agent re claim.	0.20	80.00
	GEB Telephone call with P. Lamb regarding employee issues.	0.30	150.00

		<u>Hours</u>	<u>Amount</u>
10/14/2013	GEB Read documents received from J. Cullen.	0.20	100.00
	AAS Work on objection to First Shattuck claim (3.1); Emails regarding Pearson claim (.2).	3.30	577.50
10/15/2013	CMT Work on objection to First Shattuck claim.	4.10	1,558.00
	CMT Respond to email from R. Hyatt re Headquarters lease; Email to S. Rediger re Harbor lease.	0.20	76.00
	CMT Finalize objection to Embarcadero lease claim.	1.20	456.00
	ASW Work on objections to former employee claims.	3.20	1,280.00
	ASW Meeting with G. E. Bush re claims objections.	0.70	280.00
	ASW Telephone call with shareholder re shares and plan.	0.10	40.00
	GEB Office conference with attorneys regarding termination claims, post-closing adjustments and S. Pearson claim.	0.80	400.00
	GEB Telephone call with J. Cullen re documents.	0.40	200.00
	AAS Finalize pleadings for approval of Pearson compromise (.4); Work on objection to First Shattuck claim (1.2); Emails regarding shareholder notice (.1); Review store closure letters (.2); Work on former employee claims issues (.5).	2.40	420.00
10/16/2013	ASW Work on objections to former employee claims.	2.70	1,080.00
	ASW Review secured claims.	0.60	240.00
	ASW Emails with Computershare re share inquiries.	0.10	40.00
	ASW Emails with C. Campbell re former employees.	0.10	40.00
	ASW Research re employment issues.	1.70	680.00

		<u>Hours</u>	<u>Amount</u>
10/16/2013	AAS Work on former employee claims issues (.3); Prepare objection to First Shattuck claim (2.5); Review secured claims (.5).	3.30	577.50
10/17/2013	ASW Telephone calls and emails with Pierce county re claims and plan treatment.	0.40	160.00
	CMT Work on lease rejection claims with C. Campbell (Strickland, Harbor, Colonnade, 425).	4.60	1,748.00
	ASW Work on claims objections re severance pay.	2.60	1,040.00
	ASW Emails with Pierce county re claims.	0.10	40.00
	AAS Work on former employee claims issues.	0.40	70.00
	AAS Telephone call with K. Chang regarding First Shattuck claim.	0.40	70.00
10/18/2013	ASW Emails with counsel for Pierce county re claims.	0.20	80.00
	ASW Conference with A. A. Shwab re revised claims list and review.	0.20	80.00
	ASW Review secured claims and list.	0.30	120.00
	ASW Work on employee claims objections.	2.30	920.00
	CMT Work on lease rejection claims - Colonnade, Rainier Commons, Post-Montgomery, 425.	1.90	722.00
	AAS Review secured claims (.4); Work on claims analysis (1.4); Work on severance policy issues (.4); Review objections to former employee claims (1.4).	3.60	630.00
10/21/2013	CMT Meeting with S. Anderson and J. Hendrickson, G. E. Bush, A. A. Shwab and A. S. Willig [NO CHARGE].	0.90	NO CHARGE

		<u>Hours</u>	<u>Amount</u>
10/21/2013	CMT Work on lease claim objections and severance claim objections [NO CHARGE].	1.80	NO CHARGE
	ASW Emails with C. Campbell re personal property tax claims.	0.40	160.00
	ASW Prepare Declarations re employee claims.	1.20	480.00
	ASW Work on discovery re employee claims.	2.40	960.00
	ASW Telephone call with claimant re plan.	0.10	40.00
	AAS Work on objection to former employee claims (1.9); Prepare declaration in support of objection to severance claims (2.0); Conference regarding severance claims (1.5); Review request for documents (.2); Finalize motion for compromise of Pearson claim (.4).	6.00	1,050.00
	GEB Conference with Board regarding pending claims issues.	1.60	800.00
10/22/2013	ASW Revisions to employee claim pleadings and discovery.	1.20	480.00
	CMT Revisions to retail severance claim objection (.9); Conference with A. S. Willig regarding discovery (.2) [ALL AT NO CHARGE].	1.10	NO CHARGE
	CMT Email to R. Brunette; Work on claims objections.	0.50	190.00
	CMT Email from C. Campbell and email correspondence with V. Braxton re: Old Town objection.	0.30	114.00
	AAS Work on declaration in support of objection to severance claims (.6); Prepare exhibits to declaration (.5); Work on objection (.3); Work on objection to First Shattuck claim (2.9); Telephone call with Z. Mosner regarding DOR claim settlement (.2).	4.50	787.50

		<u>Hours</u>	<u>Amount</u>
10/23/2013	ASW Review former employee claims.	2.10	840.00
	ASW Telephone calls with claims agent re claims information.	0.20	80.00
	ASW Review emails re King County tax claim.	0.20	80.00
	ASW Memos re employee claims.	0.70	280.00
	AAS Document DOR settlement (1.9); Work on objection to First Shattuck claim (.2).	2.10	367.50
10/24/2013	ASW Review corporate employee claims.	0.40	160.00
	AAS Work on DOR settlement (.4); Review employee claims (.6); Work on claims analysis (1.0); Revise Pearson settlement pleadings (.9); Emails regarding same (.3).	3.20	560.00
10/25/2013	ASW Conferences with G. E. Bush re claims objections.	0.60	240.00
	ASW Edits to employee claims objections and Declarations.	1.20	480.00
	ASW Emails with C. Campbell re store closure issues.	0.40	160.00
	CMT Email correspondence re: potential settlement of Madison lessor claim.	0.20	76.00
	GEB Meetings with A. S. Willig, and review and edit objections and supporting declarations to severance claims.	3.20	1,600.00
	AAS Telephone call and email with C. Campbell regarding claims (.3); Work on claims analysis (.5); Emails regarding DOR settlement (.2).	1.00	175.00
10/28/2013	CMT Work on lease rejection claims.	0.70	266.00

		<u>Hours</u>	<u>Amount</u>
10/28/2013	ASW Edits to pleadings re retail and corporate employees' claims objections.	0.70	280.00
	ASW Telephone calls with and emails with C. Campbell re to pleadings re retail and corporate employees' claims objections.	0.30	120.00
	GEB Review severance documents and work on response (2.2); Review declaration of C. Campbell (.2); Review draft discovery requests regarding termination documents (.4).	2.80	1,400.00
	GEB Question from C. Campbell re claims payment process (.2); Work on objection to severance claims (.6); Review and approve edits of C. Campbell to declaration re severance (.2).	1.00	500.00
	AAS Telephone calls and emails with C. M. Tobin-Presser regarding lease rejection claims (.3); Work on DOR settlement (.5); Work on objection to lease rejection claims (2.4); Emails with C. Campbell and A. S. Willig regarding claims distribution (.2) [1.7 HOURS -- REMAINDER BILLED AT NO CHARGE].	1.70	297.50
10/29/2013	ASW Research re bona fide dispute issues.	1.20	480.00
	CMT Finalize Colonnade objection (.6); Email correspondence re: 425 (.2); Email correspondence re: Madison (.1).	0.90	342.00
	CMT Email correspondence re: motion to allow admin claims [NO CHARGE].	0.20	NO CHARGE
	ASW Emails with G. E. Bush re tax claims issues.	0.10	40.00
	ASW Emails with C. Campbell re tax claims issues.	0.10	40.00

		<u>Hours</u>	<u>Amount</u>
10/29/2013	GEB Work on issues re objection to claims for severance (.8); Read motion and declaration filed by claimants for \$600,000 in administrative claims for severance (1.1)	1.90	950.00
	GEB Review final form settlement documents with S. Pearson (.2); Read DOR documents (.3).	0.50	250.00
	AAS Work on objection to lease rejection claims (2.9); Finalize DOR settlement and prepare for filing (.3); Emails regarding the same (.2); Emails regarding Pearson settlement (.3); Finalize pleadings and prepare for filing (.3); Work on motion to allow claims (1.2); Work on claims analysis (3.0) [4.1 HOURS -- REMAINDER BILLED AT NO CHARGE].	4.10	717.50
10/30/2013	ASW Review cases cited by employees re administrative expense motion.	0.80	320.00
	ASW Research re applicability of state law re employee administrative expense motion.	1.10	440.00
	ASW Conferences and emails with G. E. Bush re former employee claims motion.	0.60	240.00
	ASW Review former employee claims motion.	0.60	240.00
	ASW Edit claims allowance motion.	0.40	160.00
	ASW Telephone calls with and emails with L. Nelsen re King County taxes.	0.30	120.00
	CMT Conference with A. S. Willig regarding employee administrative expense motion [NO CHARGE].	0.20	NO CHARGE
	CMT Email correspondence re resolution of Harbor landlord claim.	0.20	76.00

		<u>Hours</u>	<u>Amount</u>
10/30/2013	CMT Conference with A. A. Shwab regarding lease rejection claims and prepare summary.	0.30	114.00
	CMT Email to R. Hyatt re Headquarters lease.	0.10	38.00
	GEB Outline list of issues and questions regarding response to motion to allow severance claims and conference with A. S. Willig re same.	1.30	650.00
	GEB Read and notate declaration from Dringenberg and documents attached exhibits.	0.60	300.00
	GEB Review authorities cited in motion and review Lardy case.	2.10	1,050.00
	AAS Review motion for admin expenses (.6); Telephone call with C. Campbell regarding lease rejection claims (.2); Work on claims analysis (3.8); Finalize motion to allow claims and cause filing (1.2) [2.9 HOURS -- REMAINDER BILLED AT NO CHARGE].	2.90	507.50
10/31/2013	ASW Telephone call with C. Campbell re employee claims.	0.20	80.00
	ASW Work on objection re employee claims.	2.10	840.00
	ASW Conference with G. E. Bush re employee claims.	0.20	80.00
	GEB Review and revise Declarations of C. Campbell and S. Pearson.	0.70	350.00
	GEB Study Lardy case and termination policies of Tully's and conference with A. S. Willig re same.	2.40	1,200.00
	AAS Work on claims analysis (.5); Work on objection to lease rejection claim (1.2); Telephone calls and emails regarding First Shattuck claim (.5).	2.20	385.00
11/1/2013	ASW Continue review of case law cited by employees.	2.30	920.00

		<u>Hours</u>	<u>Amount</u>
11/1/2013	ASW Work on objection re former employee claims.	1.20	480.00
	CMT Telephone call with G. Kaplan (.4); Email correspondence with A. A. Shwab (.2); Conference with G. E. Bush (.3); Email correspondence with G. Kaplan (.2); Research (.4).	1.50	570.00
	CMT Finalize objection to 424 lease and email correspondence with C. Campbell regarding same (.1); Telephone call from lessor's attorney and email to same (.3).	1.30	494.00
	CMT Email correspondence with Embarcadero lessor.	0.30	114.00
	ASW Work on pleadings re former employee claims.	3.40	1,360.00
	GEB Work on employee claims issues and on objection.	1.90	950.00
11/4/2013	CMT Conference with A. A. Shwab regarding First Shattuck claim [NO CHARGE].	0.40	NO CHARGE
	ASW Conference with G. E. Bush re claims objections.	0.30	120.00
	GEB Draft Declaration of S. Pearson regarding termination claims and background information (2.2); Email and telephone call with S. Pearson (.6); Conferences with A. S. Willig re termination claims (.8); Review and draft objection to termination claims (.8).	4.40	2,200.00
	AAS Conference with A. S. Willig regarding claims distribution (.2); Work on First Shattuck claim objection (1.3); Work on claims analysis (.5); Conference with G. E. Bush regarding Campbell claim (.5); Research regarding severance claims (1.3) [1.9 HOURS -- REMAINDER BILLED AT NO CHARGE].	1.90	332.50
SUBTOTAL:		[185.00	61,435.50]

	<u>Hours</u>	<u>Amount</u>
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CONTRACT/LEASE ASSUMPTION/REJECTION

9/27/2013	GEB	Telephone calls with J. Cullen and C. Campbell to resolve details regarding assigned leases and work on getting assignments back to counsel for GB.	0.70	350.00
	GEB	Telephone call with C. Campbell regarding lease assignments.	0.40	200.00
10/7/2013	AAS	Emails regarding lease assumptions and cures.	0.30	52.50
10/8/2013	ASW	Review lease rejection issue and email to C. M. Tobin-Presser re same.	0.30	120.00
10/17/2013	AAS	Review cure payments.	0.20	35.00
SUBTOTAL:			[1.90	757.50]

DISCLOSURE STATEMENT AND PLAN PROCESS

9/25/2013	GEB	Continued work on amendments to Plan, dividend analysis and draft language and formatting.	3.30	1,650.00
	GEB	Telephone call to court re amended Plan and Disclosure Statement.	0.10	50.00
9/26/2013	GEB	Receive and answer inquiries from creditor regarding process of Plan and refer creditor to L. Ream for additional information.	0.40	200.00
9/30/2013	AAS	Calls and emails re plan solicitation packages.	1.30	227.50
10/1/2013	ASW	Letter and emails with SEC re Plan.	0.20	80.00
	ASW	Prepare draft of Oversight Committee Bylaws.	0.70	280.00
	ASW	Telephone call with D. Neu re Oversight Committee.	0.30	120.00

		<u>Hours</u>	<u>Amount</u>
10/1/2013	GEB Conference call with Board re status of pending matters and Plan confirmation status.	0.50	250.00
10/2/2013	ASW Review 1141 issues.	0.40	160.00
	ASW Edits to Plan re SEC comments.	0.40	160.00
	GEB Conference with A. S. Willig and consider changes to Plan.	0.60	300.00
10/3/2013	ASW Edits to plan re injunction.	1.10	440.00
10/6/2013	ASW Edits to Plan.	0.40	160.00
	ASW Email to SEC counsel re edits to Plan.	0.20	80.00
10/7/2013	ASW Review letter and telephone calls with claimant re plan inquiry.	0.20	80.00
	ASW Emails with Omni re creditor inquiries.	0.20	80.00
	ASW Telephone call with and emails with counsel for SEC re plan revisions.	0.60	240.00
	ASW Emails with C. Campbell and corporate counsel re plan revisions re SEC.	0.20	80.00
	ASW Telephone call with creditor re claims and Disclosure Statement.	0.10	40.00
	ASW Research re dissolution issues.	0.30	120.00
	AAS Telephone calls and emails with shareholders and creditors regarding Plan voting.	1.80	315.00
10/8/2013	ASW Email to Board re Plan revisions.	0.60	240.00
	ASW Emails with corporate counsel re Plan revisions.	0.30	120.00

		<u>Hours</u>	<u>Amount</u>
10/8/2013	ASW Emails with SEC counsel re Plan revisions.	0.10	40.00
	ASW Emails with C. Campbell re Plan revisions.	0.10	40.00
	AAS Telephone calls and emails with regarding Plan solicitation packets.	0.50	87.50
10/9/2013	ASW Emails with S. Anderson and J. Hendrickson re plan.	0.20	80.00
	ASW Telephone call with claimant re plan.	0.10	40.00
	ASW Telephone call with shareholder re case.	0.10	40.00
	AAS Telephone call with City of Seattle regarding Plan and Disclosure Statement.	0.20	35.00
10/10/2013	ASW Telephone call with shareholder re share position.	0.10	40.00
	ASW Emails with C. Campbell and Omni re shareholder and share position.	0.20	80.00
10/11/2013	ASW Email to L. Ream re revisions to plan.	0.20	80.00
10/16/2013	ASW Edits to plan re secured claims.	0.40	160.00
10/17/2013	AAS Emails regarding secured claims and revise exhibit to Plan.	0.40	70.00
10/18/2013	AAS Revise exhibit to Plan and Disclosure Statement.	0.30	52.50
10/22/2013	ASW Emails with C. Campbell and creditor re plan.	0.10	40.00
10/23/2013	ASW Email to C. Campbell re plan treatment issues.	0.60	240.00
10/24/2013	AAS Emails and telephone calls regarding ballots.	0.20	35.00
10/25/2013	AAS Review objection to Disclosure Statement.	0.20	35.00

		<u>Hours</u>	<u>Amount</u>
10/25/2013	ASW Review objection to plan and Disclosure Statement by former employees.	0.30	120.00
10/28/2013	CMT Revisions to response to objection to disclosure statement.	0.50	190.00
	ASW Draft Reply re Former Employee objection to Plan.	1.60	640.00
	ASW Finalize redlined second amended plan for filing.	1.40	560.00
	ASW Review ballot declaration and summary and finalize for filing.	0.60	240.00
	GEB Review and comment on Disclosure Statement and Plan objection from claimants.	0.40	200.00
	GEB Review revisions to Plan draft.	0.30	150.00
	AAS Emails regarding Plan (.2); Review response to objection (.2).	0.40	70.00
10/29/2013	ASW Finalize Preconfirmation Report.	1.30	520.00
	ASW Prepare Confirmation Order.	1.20	480.00
10/30/2013	ASW Telephone call with and email with L. Schweet re order.	0.10	40.00
10/31/2013	ASW Emails with L. Schweet re confirmation order.	0.20	80.00
	ASW Emails with L. Ream re confirmation order.	0.10	40.00
	ASW Conference with A. A. Shwab re confirmation order.	0.10	40.00
	ASW Conference with G. E. Bush re confirmation order.	0.10	40.00
	ASW Email with board re confirmation order.	0.10	40.00

		<u>Hours</u>	<u>Amount</u>
10/31/2013	AAS Finalize exhibit to Disclosure Statement.	0.20	35.00
11/1/2013	ASW To court for plan confirmation hearing.	0.70	280.00
	ASW Finalize confirmation order, clean plan.	0.40	160.00
	GEB Attend confirmation hearing and conference with clients.	0.70	350.00
11/2/2013	ASW Emails with C. Campbell re plan implementation.	0.30	120.00
11/4/2013	ASW Emails with creditor re plan and distributions.	0.20	80.00
	ASW Emails with C. Campbell re plan and distributions.	0.20	80.00
	ASW Review plan re administrative bar date.	0.10	40.00
	SUBTOTAL:	[29.70	11,262.50]
	<u>FEES</u>		
9/30/2013	AAS Finalize fee applications.	0.30	52.50
	GEB Prepare narrative description of various portions of fee application of BSK.	1.70	850.00
10/1/2013	ASW Message and emails with C. Campbell re fee applications and funds on hand.	0.20	80.00
	CMT Work on fee application.	0.80	304.00
	ASW Edit fee application.	0.40	160.00
	AAS Telephone calls and emails regarding fee applications.	0.60	105.00
10/2/2013	AAS Emails regarding fee applications.	0.10	17.50

		<u>Hours</u>	<u>Amount</u>
10/11/2013	ASW Conference with C. M. Tobin-Presser re fee app issues.	0.10	40.00
10/14/2013	CMT Email correspondence with M. Juniper.	0.30	114.00
10/15/2013	ASW Conference with G. E. Bush re fee application.	0.20	80.00
	GEB Telephone call with W. Courshon and review application for compensation.	1.40	700.00
10/16/2013	ASW Edit supplement re Deloitte fees.	0.40	160.00
	ASW Emails with Deloitte re fee application supplement and revised order.	0.10	40.00
10/21/2013	CAH Revise Supplemental Declaration and proposed order as to agreed reduction amounts re BSK fee app.	0.10	9.50
	ASW Edit statement re fees.	0.20	80.00
	GEB Telephone call to L. Ream and telephone call with T. Rupp re HMS fee application.	0.40	200.00
10/28/2013	CMT Hearing on HMS fee application.	0.40	152.00
	SUBTOTAL:	[7.70	3,144.50]

GENERAL ADMINISTRATION

9/26/2013	GEB Email with client regarding procedural steps and tasks.	0.50	250.00
	GEB Telephone call with L. Ream regarding administrative matters.	0.40	200.00
9/30/2013	GEB Conference with C. Campbell.	0.80	400.00
10/2/2013	GEB Emails with J. Cullen and with A. A. Shwab regarding lease assignment documents and direct delivery of same.	0.40	200.00

		<u>Hours</u>	<u>Amount</u>
10/4/2013	AAS Emails with C. Campbell.	0.20	35.00
10/7/2013	AAS Emails with J. Hendrickson (.1); Prepare Motion to Set Claims Bar Date and issue Notice of Amended Schedules (2.0).	2.10	367.50
10/14/2013	GEB Telephone calls with clients regarding status and procedural steps (.4); Conference call with Board regarding outstanding administrative issues and schedules for potential objection on termination claims, adversary on post-closing adjustment, re settlement approval, and claims issues (.6).	1.00	500.00
	AAS Emails regarding shareholder notices.	0.20	35.00
10/15/2013	CMT Meeting with A. A. Shwab, A. S. Willig and G. E. Bush regarding various [NO CHARGE].	0.80	NO CHARGE
	AAS Emails regarding shareholder notice (.1); Conference with G. E. Bush, C. M. Tobin-Presser, A. S. Willig (1.1).	1.20	210.00
10/16/2013	CMT Respond to shareholder inquiry.	0.20	76.00
10/17/2013	AAS Telephone call with shareholder.	0.20	35.00
10/21/2013	ASW Attend board meeting re plan and claims.	0.90	360.00
	AAS Telephone call with shareholder regarding notice.	0.20	35.00
10/22/2013	CMT Telephone call from shareholder.	0.10	38.00
10/23/2013	CMT Review AFCM email.	0.20	76.00
	AAS Telephone call with shareholder regarding Plan.	0.20	35.00
10/24/2013	CMT Email to A. A. Shwab re: TCAP inquiry.	0.10	38.00

		<u>Hours</u>	<u>Amount</u>
10/24/2013	AAS Email regarding tax issues (.2); Telephone call with shareholder (.1).	0.30	52.50
10/25/2013	CMT Email to A. Burnatowski re: TCAPP.	0.30	114.00
	AAS Telephone call with shareholders regarding Plan.	0.30	52.50
10/28/2013	AAS Telephone call with shareholder regarding Plan and claim.	0.20	35.00
10/30/2013	GEB Telephone call with P. Lamb regarding administrative issue.	0.40	200.00
SUBTOTAL:		[11.20	3,344.50]
<u>SALES OF ASSETS</u>			
9/30/2013	AAS Review pleadings for determination of post-closing adjustments (.1); conference re cure payments (.1).	0.20	35.00
10/1/2013	CMT Finalize reply re: purchase price adjustments.	0.30	114.00
	CMT Review Committee response to purchase-adjustment response.	0.10	38.00
10/2/2013	AAS Review pleadings regarding post-closing adjustments (.2); Review Lease Assignments and cause delivery to J. Cullen (.8).	1.00	175.00
10/3/2013	CMT Prepare for purchase price adjustment argument.	0.30	114.00
	AAS Conference regarding post-closing adjustments.	0.20	35.00
10/4/2013	GEB Attend hearing on post-closing adjustments [NO CHARGE].	1.70	NO CHARGE
	AAS Attend hearing regarding purchase price adjustment [NO CHARGE].	2.00	NO CHARGE

		<u>Hours</u>	<u>Amount</u>
10/4/2013	AAS Conference with C. M. Tobin-Presser regarding purchase price adjustment.	0.20	35.00
10/14/2013	ASW Edit complaint re closing adjustments.	0.40	160.00
	GEB Telephone call with C. M. Tobin-Presser re post-closing issues.	0.20	100.00
	AAS Review cure payments for purposes of post-closing adjustments.	1.60	280.00
10/15/2013	ASW Review excise tax issues.	1.10	440.00
	ASW Review email and telephone call with C. Campbell re excise tax.	0.20	80.00
	GEB Conference with A. S. Willig and read Asset Purchase Agreement provisions re taxes.	0.60	300.00
10/16/2013	GEB Review state tax issues, review Asset Purchase Agreement, and telephone call with P. Lamb re same (.8); Conference with A. S. Willig re tax issues (.3).	1.10	550.00
	ASW Review issues re allocation and excise tax.	0.90	360.00
	ASW Conference with C. Campbell re sale transaction issues.	0.20	80.00
	ASW Telephone call with shareholder re case.	0.10	40.00
10/17/2013	ASW Messages with C. Campbell re excise tax.	0.10	40.00
10/18/2013	AAS Review emails regarding tax issues.	0.10	17.50
10/21/2013	ASW Review excise tax issues.	0.30	120.00
	GEB Work on sales tax issues including numerous calls and emails with P. Lamb and J. Cullen (.7); Read authorities and Asset Purchase Agreement provisions regarding sales taxes (.8).	1.50	750.00

		<u>Hours</u>	<u>Amount</u>
10/22/2013	ASW Research re transfer tax issues.	0.90	360.00
	GEB Review authorities re tax on sale and emails re same (.8); Review complaint re purchase price adjustments (.4); Emails with A. S. Willig re tax issues (.5).	1.70	850.00
10/23/2013	ASW Review response re order on adjustments.	0.10	40.00
	ASW Review emails re sales taxes.	0.10	40.00
	CMT Prepare reply re: presentation of purchase price adjustment order.	0.60	228.00
10/24/2013	ASW Review pleadings and edit Reply re order on post-closing adjustments.	0.90	360.00
	GEB Telephone call with C. Campbell re allocation issues.	0.30	150.00
	GEB Email to J. Cullen and telephone call with P. Lamb re allocation.	0.40	200.00
	CMT Conference with A. S. Willig regarding purchase price adjustment order and review same.	0.40	152.00
10/25/2013	CMT Prepare for and hearing on presentation of purchase price adjustment order.	3.20	1,216.00
	GEB Begin to review summary judgment pleadings regarding post-closing adjustments.	0.80	400.00
10/29/2013	GEB Review summary judgment draft and edit regarding purchase price adjustments.	0.60	300.00
	GEB Telephone call to P. Lamb regarding questions for calculation of state tax claims.	0.40	200.00
10/30/2013	CMT Email correspondence from C. Campbell re: pro rata expenses.	0.10	38.00

	<u>Hours</u>	<u>Amount</u>
10/30/2013 GEB Work on summary judgment re purchase price adjustment.	0.80	400.00

SUBTOTAL:

[25.70 8,797.50]

SCHEDULES AND STATEMENT OF FIN. AFFAIR

9/25/2013 GEB Conference with clients and A. A. Shwab regarding amending Schedules to include non-listed claims and Gretchen's claim.	0.80	400.00
9/27/2013 GEB Review amended Schedules.	0.30	150.00
10/14/2013 AAS Cause mailing of Notice of Amended Schedules and Claims Bar Date.	0.70	122.50
10/17/2013 AAS Emails regarding Notice of Amended Schedules.	0.20	35.00

SUBTOTAL:

[2.00 707.50]

SETTLEMENT/MEDIATION

9/26/2013 GEB Inquiry regarding DOR tax settlement.	0.20	100.00
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SUBTOTAL:

[0.20 100.00]

For professional services rendered
Additional charges:

 \$100,557.00

	<u>Price</u>	
10/2/2013 CAH Messenger service--delivery of Lease Assignments to J. Cullen (Foster Pepper).	5.00	5.00

		<u>Price</u>	<u>Amount</u>
10/4/2013	PJS USBC fee for audio CD of 10/4/2013 hearing.	30.00	30.00
	CKP Messenger service.	22.50	22.50
10/7/2013	CKP Computerized Legal Research	1,173.92	1,173.92
10/14/2013	CKP Pacer Search Fees	0.10	89.20
10/17/2013	CKP Messenger service.	10.00	10.00
10/18/2013	CKP Messenger service.	5.00	5.00
10/25/2013	CAH Photocopies (10/1/13-10/25/13)	0.20	238.40
	CAH Postage (10/1/13-10/25/13) (13 pieces)	30.44	30.44
10/28/2013	CKP Fax Charges for October	0.20	0.60
	CKP Messenger service.	7.00	7.00
10/30/2013	CKP Messenger service.	10.00	10.00
	Total costs		<u>\$1,622.06</u>
	Total amount of this bill		\$102,179.06
	Previous balance		\$361,880.84
10/16/2013	Write off of fees attributable to preparation of Plan and Disclosure Statement per U.S. Trustee email 10/16/13		(\$22,600.00)
10/28/2013	Payment - Thank You. Check No. WIRE		(\$339,280.84)
	Total payments and adjustments		<u>(\$361,880.84)</u>
	Balance due		<u><u>\$102,179.06</u></u>

Amount

Previous balance of Client funds	\$10,000.00
10/7/2013 Wire to TCAP, Inc. account per 10/4/13 email request by C. Campbell	(\$10,000.00)
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New balance of Client funds	\$0.00
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